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OFFICE OF THE
EXECUTIVE SECRETARY

Broadwing Inc.
201 E. Fourth Street
Cincinnati, Ohio 45202

August 10, 2000

Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

00-00710

Enclosed are an original and 13 copies of the application of Broadwing Local Services, Inc. ("BLSI") to become a CLEC within the State of Tennessee. Pursuant to the Rules and Regulations of the Tennessee Regulatory Authority ("Authority") and Tennessee statutes, BLSI requests that the Authority authorize BLSI to provide competing local exchange services throughout Tennessee.

As required, BLSI has also enclosed a filing fee check in the amount of \$25.00, a Small and Minority-Owned Telecommunications Service Business Participation Plan, an IntraLATA Toll Dialing Parity Plan, and the pre-filed Testimony of Mr. Donald I. Marshall.

If there are any questions concerning this filing, please contact either Mr. Bob Wentz at (513) 397-1248 or me.

Sincerely,

Enclosures

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

REC'D TO
REGULATORY AUTH.
AUG 14 AM 10 47
OFFICE OF THE
EXECUTIVE SECRETARY

In the Matter of:

The Application of Broadwing Local)
Services, Inc. For a Certificate to)
Provide Competing Local)
Telecommunications Services)

Docket No.

00-00710

Pursuant to the Rules and Regulations of the Tennessee Regulatory Authority (the "Authority"), the Tennessee Statutes, and Section 253 of the Telecommunications Act of 1996 ("ACT"), Broadwing Local Services Inc. ("BLSI"), the Applicant herein, hereby requests that the Authority authorize BLSI to provide competing local telecommunications services, including exchange access telecommunications services, throughout the State of Tennessee. BLSI hereby affirms that it has the financial, managerial and technical capabilities to comply with any and all of the applicable Tennessee rules and regulations as they relate to the provisioning of competing local telecommunications services. To facilitate the Authority's approval, the following information is provided.

I. Business Name and Address.

The full name and business address of BLSI is:

Broadwing Local Services, Inc.
1122 Capital of Texas Highway South
Austin, TX 78746-6426

II. Regulatory Contact.

All questions concerning this application and contacts should be addressed to:

Donald I. Marshall
Assistant Vice President
Regulatory Affairs
201 E. 4th Street
Room 102-910
Cincinnati, Ohio 45202
Telephone: (513) 397-1248
FAX: (513) 397-2408
Internet: don.marshall@cinbell.com

III. Director and Officers.

The names and addresses of the Director and Officers of BLSI are detailed on Exhibit 1 to this application.

IV. Articles of Incorporation.

BLSI was incorporated in the State of Delaware in May of 2000. The Articles of Incorporation and BLSI's Authority to do business in Tennessee can both be found in Exhibit 2 and Exhibit 3, respectively, attached hereto.

V. Customer Service.

BLSI believes that customer service is extremely important to the company as a new competitive provider of local service. Therefore, BLSI customers will have the ability to contact, toll-free, customer service representatives with service, repair, and/or billing questions. In addition, BLSI's customers will also have the ability to contact the company in writing if they so choose. BLSI affirms that its services will comport with

the levels of quality that have been established by the Authority and that it will file and maintain tariffs consistent with the manner in which incumbent local exchange carriers file and maintain tariffs.

VI. Proposed Service Areas.

BLSI currently has applications to provide local exchange telecommunications services pending in Ohio, Kentucky, Indiana, Illinois, Michigan, Arizona, and Washington D.C. Each application is in various stages of the regulatory review process. The New York Public Service Commission recently authorized BLSI's request to provide local service throughout the State of New York.

BLSI proposes to offer telecommunications services throughout the State of Tennessee in areas currently served by BellSouth. The initial areas to be served by BLSI include Nashville, Memphis and Knoxville. BLSI intends to provide these services through the use of its own facilities, resold facilities, or a combination of both.

VII. Financial Capability.

BLSI is a wholly owned subsidiary of Broadwing, Inc. ("Broadwing") a publicly traded holding company. A copy of Broadwing's most recent annual report is attached as Exhibit 4 to this application. This report will show that Broadwing is a multi-billion dollar corporation with the financial resources to provide telecommunications services to Tennessee consumers.

VIII. Managerial Capability.

Exhibit 5 to this application details the managerial qualifications of the Directors and the Managers who provide leadership to BLSI and will show that the management team at BLSI has extensive managerial and business expertise in the telecommunications market.

IX. Technical Capability.

BLSI is a wholly owned subsidiary of Broadwing Inc. ("Broadwing"). BLSI is in the business of providing local exchange telecommunications services to customers in various states. Broadwing, a Delaware corporation, is a highly diversified provider of telecommunications services throughout the United States and was established as a result of the completion in November 1999 of a merger of IXC Corporation, an Austin Texas based corporation, and Cincinnati Bell Inc. Broadwing, through its host of diversified subsidiaries, has more than a 125-years' tradition of providing a full range of telecommunications services to customers throughout the United States with a primary focus in Ohio, Kentucky, and Indiana.

X. Type of Services.

BLSI plans to offer local exchange services to both business and residential consumers throughout Tennessee on both a facilities-based and resale basis. These services will include, but not limited to: local exchange service to single and multi-line customers, local exchange usage services to customers of BLSI's end user services, custom calling features, and switched and special access services to other common carriers on an equal

access basis. BLSI will also provide 911 and enhanced 911 emergency services, directory assistance, dual party relay services, and other services offered by existing local exchange carriers.

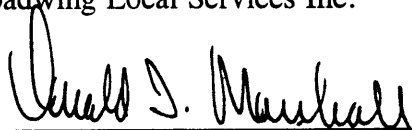
XI. Other Information.

Also included as part of this application are BLSI's Small and Minority-owned Telecommunications Service Business Participation Plan, filed pursuant to T.C.A. 65-212, IntraLATA Toll Dialing Parity Plan and the prefiled testimony of Donald I. Marshall as Exhibits 6, 7 and 8, respectively.

BLSI respectfully requests the Authority to act expeditiously on the Applicant's request.

Respectfully submitted,

Broadwing Local Services Inc.

By  _____

Donald I. Marshall
Assistant Vice President
Regulatory Affairs
201 E. 4th Street
Room 102-910
Cincinnati, OH 45202
(513) 397-1289 (ofc)
(513) 241-9115 (fax)

EXHIBIT 1

LIST OF OFFICERS AND DIRECTORS

OFFICERS

President: Mr. Richard S. Pontin
1122 Capital of Texas Highway South
Austin, TX 78746-6426
(512) 742-9464

Treasurer: Mr. Mark W. Peterson
201 E. 4th Street
Cincinnati, OH 45202
(513) 397-5392

Secretary: Mr. Thomas E. Taylor
201 E. 4th Street
Cincinnati, Ohio 45202
(513) 397-1504

DIRECTOR

Mr. Richard G. Ellenberger
201 E. 4th Street
Cincinnati, OH 45202
(513) 397-7380

EXHIBIT 2


ARTICLES OF INCORPORATION

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "BROADWING LOCAL SERVICES INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MAY, A.D. 2000, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Edward J. Freel, Secretary of State

3228893 8100

001247682

AUTHENTICATION: 0440550

DATE: 05-16-00

CERTIFICATE OF INCORPORATION

OF

Broadwing Local Services Inc.

1. The name of the corporation is: **Broadwing Local Services Inc.**
2. The address of its registered office in the State of Delaware is **Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.**
3. The nature of the business or purposes to be conducted or promoted is: **telecommunication services.**
4. The total number of shares of stock which the corporation shall have authority to issue is: **One Thousand (1,000); all of such shares shall be without par value.**
5. The name and mailing address of each incorporator is as follows:

Laura Vitalo 1209 Orange Street, Wilmington, DE 19801.
6. The name and mailing address of each person who is to serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, is as follows:

Richard G. Ellenberger 201 East Fourth Street, Cincinnati, OH 45202.
7. The corporation is to have perpetual existence.
8. The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute.

I, THE UNDERSIGNED, being the sole incorporator hereinbefore named, —
for the purpose of forming a corporation pursuant to the General Corporation
Law of the State of Delaware, do make this Certificate, hereby declaring and
certifying that this is my act and deed and the facts herein stated are true, and
accordingly have hereunto set my hand this 15th day of May, 2000.

Laura J. Vitalo
Laura J. Vitalo, Sole Incorporator

EXHIBIT 3

Authority to do Business in the State

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

REQUEST NUMBER: 002032028
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 07/20/2000
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0392745
JURISDICTION: DELAWARE

TO:
CAPITAL FILING SERVICE INC
PMB 333
7051 HWY 70 S
NASHVILLE, TN 37221

REQUESTED BY:
CAPITAL FILING SERVICE INC
PMB 333
7051 HWY 70 S
NASHVILLE, TN 37221

CERTIFICATE OF AUTHORIZATION

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"BROADWING LOCAL SERVICE, INC.",

A CORPORATION FORMED IN THE JURISDICTION SET FORTH ABOVE, IS AUTHORIZED TO
TRANSACTION BUSINESS IN THIS STATE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
AUTHORIZATION OF THE CORPORATION HAVE BEEN PAID;
THAT AN APPLICATION FOR CERTIFICATE OF WITHDRAWAL HAS NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 07/21/00

FROM:
CAPITAL FILING SERVICE, INC.
PMB 333
7051 HWY 70 SOUTH
NASHVILLE, TN 37221-0000

RECEIVED:	FEES	
	\$20.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$20.00
RECEIPT NUMBER:		00002714458
ACCOUNT NUMBER:		00101230



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 07/20/00

REQUEST NUMBER: 3955-1093

TELEPHONE CONTACT: (615) 741-2286

FILE DATE/TIME: 07/20/00 1210

EFFECTIVE DATE/TIME: 07/20/00 1210

CONTROL NUMBER: 0392745

TO:

CT CORP SYSTEM
3810 CAREW TOWER

CINCINNATIO, OH 45202

RE:

BROADWING LOCAL SERVICE, INC.
APPLICATION FOR CERTIFICATE OF AUTHORITY -
FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED CERTIFICATE OF
AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE
ON OR BEFORE THE FIRST DATE OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE
CORPORATION'S FISCAL YEAR. PLEASE PROVIDE THIS OFFICE WITH WRITTEN
NOTIFICATION OF THE CORPORATION'S FISCAL YEAR. THIS OFFICE WILL MAIL THE
REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE
ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS
OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED
AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE REVOCATION
OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF AUTHORITY -
FOR PROFIT

ON DATE: 07/20/00

FROM:
C T CORPORATION SYSTEM (CINCINNATI, OH.)
3810 CAREW TOWER

RECEIVED: FEES \$600.00 \$0.00

TOTAL PAYMENT RECEIVED: \$600.00

CINCINNATI, OH 45202-0000

RECEIPT NUMBER: 0000271403
ACCOUNT NUMBER: 00000019



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE



Department of State

Corporations Section

18th Floor, James K. Polk Building

Nashville, TN 37243-0306

APPLICATION FOR
CERTIFICATE OF AUTHORITY
(FOR PROFIT)

For Office Use Only

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-25-103 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is Broadwing Local Services Inc.

*If different, the name under which the certificate of authority is to be obtained is _____

[NOTES: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign corporation for profit if its name does not comply with the requirements of Section 48-14-101 of the Tennessee Business Corporation Act. *If obtaining a certificate of authority under a different corporate name, an application for registration of an assumed corporate name must be filed pursuant to Section 48-14-101(d) with an additional \$20.00 fee.]

2. The state or country under whose law it is incorporated is Delaware

3. The date of its incorporation is May 15, 2000 (must be month, day, and year), and the period of duration, if other than perpetual, is _____

4. The complete street address (including zip code) of its principal office is

1122 Capitol of Texas Highway South, Austin, Texas 78746-6426

Street

City

State/Country

Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee and the name of its registered agent is

530 Gay Street,

Knoxville

Knox

37902

Street

City

County

Zip Code

C T CORPORATION SYSTEM

Registered Agent

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)

Richard S. Pontin, President, 201 East Fourth Street, Cincinnati, OH 45202

Thomas E. Taylor, Secretary, 201 East Fourth Street, Cincinnati, OH 45202

Mark W. Peterson, Treasurer, 201 East Fourth Street, Cincinnati, OH 45202

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)

Richard G. Ellenberger, Sole Director, 201 East Fourth Street, Cincinnati, OH 45202

8. If the corporation commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) _____

9. The corporation is a corporation for profit.

10. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date time is

_____, _____ (date), _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed in this state.]

7/17/00
Signature Date

Secretary
Signer's Capacity

Broadwing Local Services Inc.
Name of Corporation

Thomas E. Taylor
Signature

Thomas E. Taylor
Name (typed or printed)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROADWING LOCAL SERVICES INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

3228893 8300

001362841

AUTHENTICATION: 0565246

DATE: 07-18-00

EXHIBIT 4

ANNUAL REPORT OF BROADWING, INC.

EXHIBIT 5

Qualifications of Managers and Director

Richard G. Ellenberger is president and chief executive officer of Broadwing, Inc. Throughout his career, Mr. Ellenberger, 47, has been recognized as a telecommunications innovator, fostering business growth through bold, proactive planning and unparalleled execution.

Just two years after taking the helm at Cincinnati Bell, he led the company's acquisition of IXC Communications - taking Cincinnati Bell's renowned reputation as a technology leader and customer service provider and combining it with IXC's next-generation fiber optic network to create Broadwing, a national powerhouse in the communications industry. Prior to the merger, Mr. Ellenberger's leadership at Cincinnati Bell resulted in multiple successes gaining national attention including the launch of ZoomTown, the nation's first ADSL-powered high-speed digital community and Cincinnati Bell Wireless, the most successful PCS launch in the country to date.

In his new capacity, Mr. Ellenberger will lead Broadwing's senior management team in the development and implementation of a corporate vision to position the company as a leader in advanced communications technology, operational excellence and the nation's most reliable service.

Prior to joining Cincinnati Bell and forming Broadwing, Mr. Ellenberger was chief executive officer of XL/Connect, a technical services company located near Philadelphia that provides internetworking, applications development, and telecommunications services. Under his leadership, this company grew approximately 40 percent by meeting the system integration needs of Fortune 500 companies.

Mr. Ellenberger has also held several positions at MCI, contributing to solid sales growth, product development and business diversification efforts. Most recently, he was president of MCI's largest business unit, Business Services. While in Business Services he helped position MCI for growth outside of the long distance industry and into other markets. He was responsible for \$8 billion in revenue and lead more than 10,000 employees to success in a highly competitive market. While at MCI, Mr. Ellenberger also held positions as Vice President of the Southeast Region, senior Vice President of Branch Operations and Senior Vice President of Worldwide Sales. He also served as chief operating officer of Entrade Corporation, a Louisville, Kentucky, natural gas company.

Mr. Ellenberger currently serves on the Cincinnati Chamber of Commerce Board of Directors and is a member of the Family Services Board of Greater Cincinnati. He also serves as a member of the Ohio Business Roundtable, an organization of eighty Chief Executive Officers of Ohio businesses that partner with public leaders to apply their experience and work

towards solutions to complex problems affecting
Ohio's overall economic and social vitality.
A native of Norfolk, Virginia, Mr. Ellenberger is a
graduate of Old Dominion University.

{PRIV
ATE}

Richard S. Pontin is president and COO of Broadwing Communications. He is responsible for developing, establishing, and executing the company's national growth and operational plans. Mr. Pontin reports directly to Richard G. Ellenberger, Broadwing's president and chief executive officer.

Prior to his current position, Mr. Pontin served as Cincinnati Bell Telephone's chief operating officer and also led the transition during Cincinnati Bell's merger with IXC Communications to form Broadwing.

Previously, Mr. Pontin served as vice president of engineering and operations at Nextel Communications, a leading provider of digital wireless services, headquartered in McLean, Virginia. His responsibilities included establishing the company's engineering function, overseeing the development of Nextel's national network operations center and building Nextel's procurement and construction program management functions.

Mr. Pontin held key leadership positions at MCI Communication's engineering, operations, international business development and national account sales divisions. He also served as MCI's vice president of global alliances.

A native of Pennsylvania, Mr. Pontin earned a Bachelor of Science degree and MBA from Drexel University.

{PRIV
ATE}



Michael R. Jones
Senior Vice President, Engineering
Broadwing Communications

Mike Jones is senior vice president of Engineering at Broadwing Communications. Jones, a 20-year veteran of the telecommunications industry, is responsible for network engineering, network planning, network construction, and access management. He is also responsible for the construction of Broadwing's data collocation centers across the country. Mr. Jones reports directly to Rick Pontin, president and COO of Broadwing Communications.

Mr. Jones joined the company in 1997 as vice president of facilities and construction, and later served as vice president of network construction. In these roles, he oversaw the implementation of Broadwing's nationwide, industry-leading fiber optic network, including route development, rights of way, outside plant, and technical facilities. He also negotiated agreements related to the company's fiber network expansion.

Prior to joining Broadwing, Mr. Jones served as vice president of Network Business Development at Diamondback International Inc., a Texas provider of professional services for the telecommunications industry. In this capacity, he provided business development and consulting services to numerous companies, including Nortel and LCI. Jones also held a number of management and senior technical positions at MCI and GTE in network implementation, contract development, strategic network planning, program management, and major systems development.

Jones earned a B.S. degree in computer science and mathematics at George Mason University.

He and his wife, Genevieve, live in Georgetown, Texas. They have three children.

Media Contact:

Melissa Jackson
(512) 742-5247
melissa.jackson@broadwing.com

For Immediate Release

**Broadwing Names Maxine Moreau
Chief Services Officer**

Moreau responsible for fast and reliable service to Broadwing customers

AUSTIN, TX — March 17, 2000 — Broadwing Communications, a wholly owned subsidiary of Broadwing Inc. (NYSE: BRW), today announced that Maxine Moreau has been appointed chief services officer. Moreau, responsible for provisioning, billing and customer care for the company, reports directly to Rick Pontin, president and COO of Broadwing Communications. This announcement underscores Broadwing's commitment to providing its customers the fastest and most reliable service in the communications industry.

Moreau joined the company in 1996 as vice president of customer care for the its carrier division. Later, she served as vice president of billing operations, and in August of 1999, she was named vice president of customer operations for Broadwing. In this position, she played a critical role in establishing the company as an industry leader in customer service and provisioning, and recently spearheaded Broadwing's effort to offer the industry's first installation guarantee program.

Prior to joining Broadwing, Moreau spent 13 years at CenturyTel, where she held various operations management and leadership positions, including line of business manager for long distance, director of industry relations, senior regulatory analyst, and IT program project manager.

"With Maxine Moreau's leadership, Broadwing is taking bold steps to establish its dominance as the industry leader in providing superior customer service," said Rick Pontin, president and COO of Broadwing Communications. "As an experienced and dedicated Broadwing executive, Maxine will be

instrumental in the company's continued efforts to meet and exceed the expectations we have set and promises we have made to our customers."

About Broadwing

Broadwing Communications is a wholly owned subsidiary of Broadwing Inc. Broadwing Inc. (NYSE: BRW) is an integrated communications powerhouse delivering voice, data, wireless, and Internet solutions to a variety of customers nationwide. Focused on customer service combined with a premier next-generation fiber network and award winning IP backbone, Broadwing's reliable high-bandwidth data and Internet capabilities give businesses a competitive advantage. Headquartered in Cincinnati, Ohio with 5,500 employees in 38 cities, Broadwing can be found on the World Wide Web at broadwing.com.

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Mark William Peterson
Vice President & Treasurer
Cincinnati Bell Inc.

Mark W. Peterson is Vice President and Treasurer of Cincinnati Bell Inc. He is responsible for treasury, risk management, financial planning, acquisition analysis and investments. Mr. Peterson reports to Kevin Mooney, Chief Financial Officer.

Mr. Peterson joined Cincinnati Bell Inc. in March, 1999. Prior to his joining CBI, Mr. Peterson was Vice President and Assistant Treasurer of Sprint where he managed domestic treasury. In this position, he was responsible for cash management, foreign exchange hedging, stock buy back program, interest rate risk management, bank and investment bank relationship, bank loan syndication, and issuance of public debt and equity. While at Sprint he conducted over \$11 billion in financing for various Sprint ventures including Sprint PCS. He was involved in the formation, planning, documentation and execution of the IPO for Sprint PCS and related financings.

Prior to joining Sprint, he spent 18 years in banking, investment banking, risk management and treasury positions with Continental Bank, First City National Bank, Enron Corporation and KPMG Peat Marwick. Mr. Peterson is from Texas, earned a bachelor's degree in economics from Augustana College in Rock Island, Illinois and resides in Cincinnati, Ohio.



Kihm Schroeder
Vice President of Network Planning and Implementation
Broadwing Communications

Kihm Schroeder is vice president of Network Planning and Implementation for Broadwing Communications. Mr. Schroeder reports directly to Mike Jones, Broadwing's senior vice president of Engineering.

Prior to joining the company in 1997, Mr. Schroeder worked at Sage International, a telecommunications consulting company, where he served as vice president and partner. At Sage, he helped companies take advantage of the growing business opportunity created by worldwide telecommunications deregulation.

Previously, Mr. Schroeder spent 12 years in various management and executive roles at MCI Communications, including direction of its Global Alliance Engineering and Consumer/Information Service organizations. He directed a team of engineers that managed the implementation of MCI's technology into MCI's alliance partners around the world, and he was responsible for end-to-end delivery of new MCI consumer products. Before joining MCI, Mr. Schroeder was a process engineer at Corning Glass Works.

Mr. Schroeder earned a bachelor of science degree in electrical engineering from the United States Military Academy and an MBA from Syracuse University.

F. CLIFTON STEED, JR.

3810 Green Trails North

Austin, Texas 78731

Tel: (512) 346-4255

Email: clif@io.com

BACKGROUND SUMMARY

- Domestic and international telecommunications management experience through the vice president/corporate officer level in operations, engineering, and planning.
- Management of both line and staff technical organizations of up to 300 people.
- Management responsibility for capital and operating budgets in excess of \$30 million annually.
- Outstanding interpersonal skills; reputation for a hands on style and for developing highly motivated teams.
- Excellent written and oral communications ability with a flair for presentations to customers, investors, and the public.
- BS Engineering degree, Professional Engineering (PE) registration, graduate studies in business administration.

EXPERIENCE HIGHLIGHTS

1992 – Present

**Broadwing Communications
Austin, Texas**

Vice President – Network Operations (1994 to Present)

- Report to the President and COO and manage a department of 300 plus management team, technicians, and staff personnel responsible for the following groups:
 - Field Operations (16,500 route miles of fiber and 11 voice switch sites, 70 POPs)
 - Network Monitoring and Surveillance centers
 - Broadband Data Services (nationwide ATM and frame relay network of 28 switches)
 - IP Network Operations and Support
 - Quality Assurance and Safety
 - Corporate General Services and Facilities Management
- Led the Operations function during a period of rapid corporate revenue growth from approximately \$90 million annually to an annualized rate of \$700 million plus.
- Negotiated and directed the leasing of new corporate headquarters office, which included a “world class” integrated Network Operations Center.
- Controlled expenditures within budget during each budget cycle.

Director – Network Operations (1992 to 1994)

- Managed 40 plus managers, technicians, and staff personnel responsible for the following functions:
 - Line cost control and forecasting
 - Network capacity procurement, provisioning, and network monitoring and surveillance
 - Private line circuit provisioning
 - Network engineering and optimization
- Negotiated and administered contracts to acquire additional network capacity to meet company growth. Contracts were valued in excess of \$10 million annually.
- Reduced off-net capacity per mile cost while at the same time reducing overall take or pay commitments.
- Maintained approximately 80% network utilization.

1984 - 1991
1979 - 1981

**Arabian American Oil Company (ARAMCO)
Dhahran, Saudi Arabia**

In support of its oil operations ARAMCO operates an independent, full service, international communications system consisting of 38 switch sites, digital fiber optic and microwave transmission network, 2500 mainframe connected data terminals, and 3000 mobile radios. Positions held:

Division Head – Planning, Programs, and Project Coordination

- Managed a staff group of three supervisors and 20 professionals and staff.
- Wrote the annual operating and business plans identifying business and technical objectives, manpower, and expense levels for a department of 500 employees.
- Directed the administration of the department's total operations budget of \$30 million in controllable expenses; actual expenditures were within 2 to 3 percent of objective for the three budget cycles managed.
- Oversaw department's employee training and personnel functions.
- Supervised coordination of acceptance and start-up of major capital projects.

Assistant Superintendent – Communications Operations

- Managed a multi-national work force of 5 supervisors and over 100 technicians.
- Charged with operations and maintenance responsibility for the microwave and fiber networks consisting of 210 sites including buildings, HVAC, and power systems.
- Accountable for a budget of \$9 million in controllable operating expenses.

Project Coordinator – Digital Switching Project

- Coordinated the efforts of multiple departments – project management, engineering, and operations – in the installation of five digital central office exchanges.
- Directed the efforts to integrate and cut-over the new exchanges into existing digital fiber optic and microwave transmission network along with implementation of SS7 signaling.
- Ensured that all related operations support systems, such as mechanized records data bases, service order processing systems, and billing systems were compatible with the new central offices.

1981 - 1984

**Northwest Pipeline Company
Salt Lake City, Utah**

Manager – Corporate Telecommunications

- Established in-house expertise in telecommunications operations, maintenance, and planning resulting in reduced operating costs and shorter time-to-repair intervals.
- Led the company from a strictly Bell System user into an independent and self-directed telecommunications operations.
- Directed the successful installation and cut-over of a 1200 line ROLM CBX at corporate headquarters, the first non-Bell equipment installed in the company.
- Designed a more efficient and flexible voice network interconnecting field locations and corporate headquarters, while at the same time reducing overall costs.
- Accountable for a budget of \$1.5 million in controllable expenses.

1978 - 1979

**ROLM Corporation
Santa Clara, California**

Product Support Engineer – Marketing Division

Provided second tier hardware and software support for the ROLM CBX, specifically in the area of tandem networking, route optimization, trunk interface hardware, and Automatic Call Distribution (ACD) systems.

1970 - 1978

**Southwestern Bell Telephone Company
Topeka, Kansas**

Engineer – Engineering Department

Joined the Bell System management development program and was assigned to a variety of engineering, supervisory and staff positions highlighted below:

- Planned and recommended network and facility capital addition programs: prepared economic analysis of alternatives using discounted cash flow and rate of return methods.
- Prepared system engineering plans, cost estimates, and equipment specifications on a variety of transmission, central office, and PABX projects.
- Developed and administered floor space plans for office space, equipment rooms, and maintenance service centers throughout the Kansas operating area.
- Supervised the Kansas Area circuit pack supply, repair and replacement center consisting of eight employees and a \$4 million annual equipment budget.

EDUCATION

University of Missouri – Rolla: Bachelor of Science, Mechanical Engineering. Graduated in upper 15% of class with First Honors. Elected to Pi Tau Sigma honor fraternity.

University of Oklahoma: Partial completion of MBA degree. Course work includes management and organization, economics, financial administration, and statistics.

PROFESSIONAL REGISTRATION AND AFFILIATIONS

Professional Engineer in the States of Kansas (6802) and Texas (73880)
Member of the Institute Of Electrical and Electronics Engineers (IEEE)

EXHIBIT 6

Small and Minority-owned Telecommunications Business Participation Plan

BROADWING LOCAL SERVICES, INC.

**SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS
PARTICIPATION PLAN**

(Filed Pursuant to T.C.A. §65-5-212, as amended)

I. PURPOSE

T.C.A. §65-5-212 was established to provide an opportunity for both small and minority-owned business to provide their goods and services to telecommunications providers within the State of Tennessee. BLSI believes that it is important for all businesses to compete on a level playing field and will provide for such a field of play for all businesses, including small and minority-owned, competing for contracts to provide goods and services to BLSI.

As a normal course in its procurement process, BLSI identifies both small and minority-owned businesses that are qualified to provide necessary goods and services to BLSI. BLSI representatives will contact the administrator of the small and minority-owned Telecommunications assistance program of the Department of Economic and Community Development of the state to obtain a full list of such qualified vendors. BLSI is aware of and fully agrees with the definitions as established in T.C.A. §65-5-212 for both Minority-Owned Business and Small Business.

II. ADMINISTRATION

The administration of BLSI's plan will be under the direction of the Administrator listed below. This Administrator will be responsible for carrying out and promoting BLSI's efforts to provide small and minority-owned businesses an equal opportunity

to contract with BLSI. The Administrator is:

Ms. Dana Hooten
201 East Fourth Street
Room 102-260
Cincinnati, Ohio 45202
Telephone: (513) 397-7539
Internet: dana.hooten@broadwing.com

The Administrator's responsibility include:

1. Maintaining and ensuring the BLSI's plan is in full compliance with T.C.A. §64-5-212 and any rules and orders of the Tennessee Regulatory Authority ("TRA").
2. Developing policies and procedures necessary for the successful implementation of the plan.
3. Preparing and submitting such forms as required by the TRA, including the filing of required annual updates
4. Serving as the primary liaison to the TRA, other agencies of the State of Tennessee, and small and minority-owned businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-212.
5. Searching for and developing opportunities to use small and minority-owned businesses and encourage such businesses to participate in and bid for contracts and sub-contracts.
6. Providing records, reports, and cooperation in any authorized surveys as required by the TRA.
7. Establishing a record keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.

8. Providing information and educational activities to persons within BLSI and training those persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performing these duties, the Administrator will utilize a number of resources including:

Chambers of Commerce

The Tennessee Department of Economic and Community Development

The United States Department of Commerce

Small Business Administration

Office of Minority Business

The National Minority Supplier Development Counsel

The National Association of Women Business Owners

The National Association of Minority Contractors

Historically Black Colleges, universities, and Minority Institutions


The efforts to promote and ensure equal opportunity for small and minority-owned businesses are primarily spelled out in the Administrator's duties as outlined above. Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where affordable and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

III. RECORDS AND COMPLIANCE

BLSI will maintain records of qualified small and minority-owned businesses and will make all efforts to use the goods and services of these businesses. BLSI will maintain and submit such reports as required by the Tennessee Regulatory Authority ("TRA") concerning this plan and will cooperate fully upon request of the TRA.

Respectfully submitted,

Broadwing Local Services Inc.

By _____

Donald I. Marshall
Assistant Vice President-Regulatory
Cincinnati Bell

A Broadwing Company
201 E. 4th Street
Room 102-910
Cincinnati, Ohio 45202
(513) 397-1289 office
(513) 397-2408 fax

Dated: August 9, 2000

EXHIBIT 7

IntraLATA Toll Dialing Parity Plan

BROADWING LOCAL SERVICES, INC.

INTRALATA TOLL DIALING PARITY PLAN

I. Purpose

The purpose of this plan is to fully describe the IntraLATA toll dialing parity plan to be utilized by Broadwing Local Services, Inc. ("BLSI"). This plan, upon implementation, will provide customers within the State of Tennessee the opportunity to select their telecommunications provider of choice for the routing of their IntraLATA toll calls. BLSI agrees that it will comply with all FCC and TRA rules and regulations which address dialing parity.

II. Implementation Schedule

BLSI will offer IntraLATA toll dialing parity in all of the Tennessee exchanges at the same time that service is initiated in Tennessee. Exhibit A provides a list of those Tennessee exchanges in which BLSI intends to provide service. The exchanges, which BLSI intends to initially operate, are located in the Nashville, Memphis, and Knoxville LATAs.

III. Carrier Selection Methodology

The carrier selection utilized by BLSI will be a full 2-PIC methodology. By utilizing this methodology, a customer will be able to select a carrier-to-carrier for InterLATA toll calls and, if the customer elects to do so, another carrier to carry their IntraLATA toll calls. The BLSI customer service representatives will be trained to fully explain the 2-PIC plan to customers and to make changes to the customer's account upon receiving a request to do so from the customer or

another carrier. If the customer verbally requests a new InterLATA or IntraLATA carrier, that customer will be able to make such a choice from a randomly generated list of available carriers.

For new customers, BLSI will provide a randomly generated list of available carriers to the customer upon receiving a request from a customer to establish service as a BLSI customer. This list will include BLSI. At that time, carriers may choose to either make a selection for an IntraLATA carrier or not to make a selection. In the latter case, if the customer does not make a selection, that customer will be classed as a no-PIC customer and will not be assigned an IntraLATA carrier. This customer, in order to make an IntraLATA toll call, must then use a dial-around access code (10-10-XXX) to place such a call and must continue to do so until a carrier is selected.

For existing customers who seek to change their IntraLATA carrier, a PIC change charge, as contained in the filed tariff, will be charged. If an existing customer requests a change to their IntraLATA and InterLATA carrier in the same contact, the PIC change charge will be assessed only once. If however, a customer, in two different contacts with the company, requests that their InterLATA carrier be changed in one contact and that their IntraLATA carrier be changed in a separate and subsequent contact, two PIC change charges will be assessed.

For the first 90 days after the establishment of service in Tennessee, customers will not be assessed a PIC change charge. A customer will not be assessed a PIC change charge if such a request is made at the time of establishment of that customers service.

BLSI is subject to any and all rules regarding the slamming as defined in TRA Rule 1220-4-2-.56, Sections (2) – (6).

IV. Customer Education and Notification

All customers, upon their initial contact for service with BLSI, will be fully informed by the customer service representative of the opportunity to select an IntraLATA toll carrier.

V. Access to Directory Assistance and Operator Services

Access to both Directory Assistance and Operator services will be available through the customers local exchange carrier.

EXHIBIT 8

Pre-filed Testimony of Donald I. Marshall

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

APPLICATION OF BROADWING)	
TELECOMMUNICATIONS, INC. AND)	
BROADWING LOCAL SERVICES INC.)		CASE NO.
FOR A CERTIFICATE TO PROVIDE)	
COMPETING LOCAL TELEPHONE)	
SERVICES.)	

**PREFILED DIRECT TESTIMONY
OF
DONALD I. MARSHALL**

SWORN STATEMENT

I, Donald I. Marshall, do hereby testify as follows in support of the Application of Broadwing Telecommunications, Inc. and Broadwing Local Services Inc. for a Certificate of convenience and necessity as a competing telecommunications Services provider to provide telecommunication services throughout the State of Tennessee.

1 **PRE-FILED DIRECT TESTIMONY OF DONALD I. MARSHALL**

2 **Q. Please state your name, business address and position.**

3 A. My name is Donald I. Marshall. My business address is 201 East Fourth Street,
4 Cincinnati, Ohio 45202. I am the Assistant Vice president of Regulatory Affairs.

5 **Q. Please briefly describe your duties.**

6 A. I am primarily responsible for state regulatory activities as they may impact
7 Broadwing Inc. and its subsidiary companies. Part of my responsibilities include
8 leading a team of professionals to obtain certification of local and long distance
9 services in various states, including the State of Tennessee. That is the purpose of
10 my pre-filed direct testimony in this proceeding.

11 **Q. Please state your business and educational background.**

12 A. Since March 1995, I have been employed by Cincinnati Bell Telephone as
13 Regulatory Affairs Assistant Vice President. Prior to joining CBT, I had over
14 twenty-five years of rate and regulatory experience in gas and electric matters
15 including revenue requirements, cost of service, tariff administration, rate design
16 and load forecasting.

17 In addition to my thirty years of regulatory experience, I obtained a
18 Bachelor of Business Administration degree from the University of Cincinnati in
19 1969 and a Master's of Business Administration from Xavier University in 1977.
20 I have presented expert testimony before the Public Utilities Commission of Ohio,
21 the Kentucky Public Service Commission, the Indiana Utility Regulatory
22 Commission and the Federal Energy Regulatory Commission. The issues which I
23 have presented expert testimony include revenue requirements, rate base

1 determination, pro forma operating income adjustments, revenue distribution and
2 management policies and practices.

3 **Q. Are all the statements in the Application true and correct to the best of your**
4 **knowledge, information and belief?**

5 A. Yes they are.

6 **Q. Please describe the current corporate structure of Broadwing Inc.?**

7 A. In November 1999, Cincinnati Bell Inc. and IXC Communications, Inc.
8 completed a merger transaction to form Broadwing Inc. Broadwing is a Delaware
9 corporation with headquarters in Cincinnati, Ohio and is a highly diversified
10 provider of telecommunication services throughout the United States. Broadwing
11 Local Services Inc. is a wholly owned subsidiary of Broadwing and is in the
12 business of providing local exchange telecommunication services.

13 **Q. Does Broadwing possess the requisite managerial, financial and technical**
14 **abilities to provide the services for which it has applied for authority?**

15 A. Yes. The merger consolidated two complimentary companies that will allow
16 Broadwing to bring new and innovative services to its customers. Combining the
17 resources and expertise of CBI and IXC has resulted in a financially stronger
18 parent company for Broadwing enabling them to strengthen the competitive
19 positions in the marketplace in Tennessee as well as the nation. The merger has
20 also combined the complementary management skills, background and experience
21 to capitalize and build on the diverse expertise of Broadwing. In a similar
22 fashion, the merger has combined the technological strengths of each entity
23 resulting in a more robust network.

1 **Q. Please describe Broadwing's financial qualifications.**

2 A. The Company is transforming itself from a local franchise provider of
3 communications to a nationwide provider of voice and data and a regional
4 provider of wireless. As a result, the Company has in place financing instruments
5 significant to meet its requirements. In addition, the cash flow provided by 1999
6 operating activities was \$314 million.

7 In order to provide for its nationwide presence and other general corporate
8 purposes, the Company obtained a \$2.1 billion credit facility from a group of
9 twenty-four lending institutions. The credit facility consists of \$900 million in
10 revolving credit and \$750 million in term loans from banking institutions and
11 \$400 million in term loans from non-banking institutions. At December 31, 1999,
12 the Company had drawn approximately \$755 million from the credit facility in
13 order to refinance its existing debt and debt assumed as part of the merger. In
14 January 2000, the Company borrowed approximately \$400 million in order to
15 redeem the majority of the outstanding nine percent senior subordinated notes
16 assumed during the merger as part of the tender offer. As a result, the Company
17 has approximately \$900 million in additional borrowing capacity and, separately,
18 slightly more than \$900 million in ownership position in four publicly traded
19 companies.

20 **Q. Please describe Broadwing's managerial and technical qualifications.**

21 A. The merger of these two entities will allow the unique combination of a local
22 telecommunications company with a 125 year history and a relatively new
23 company with an advanced, nationwide fiber-optic network. CBI's innovation,

1 experienced local communications business and back-office expertise has created
2 a record of execution and accomplishments. For example, residential customers
3 recognize outstanding service by providing high marks in the annual J. D. Power
4 & Associates annual customer service survey. Information Week named CBT as
5 the sixteenth best company in the nation for innovation in information technology.
6 The new internet backbone won an international engineering award for its unique
7 design and capabilities.

8 The consolidation of these experiences with the outstanding nationwide
9 fiber-optic network of IXC was not only an ideal corporate alliance but also a
10 transforming event for the industry as well. To the long history of a rich customer
11 service tradition, IXC will allow Broadwing to leverage additional assets. For
12 example, Broadwing will provide a nationwide state-of-the-art broadband
13 network that covers more than 15,000 miles and reaches sixty-three cities. We
14 will also have the first coast-to-coast next generation internet backbone to carry
15 commercial and research community traffic. New relationships are emerging
16 with leaders in advanced data and internet technologies including Applied
17 Theory, PSINet, zeroplus.com, Corvis and Northpoint. A stronger business-
18 focused platform for our information technology consulting and regional long
19 distance businesses has been created. And, most importantly, the energy and
20 excitement of a fast-track growth company for nearly six-thousand employees and
21 new leaders attracted by the growth potential that can only exist with the national
22 entity we have become. As important, are the new product and services,

1 especially in the high growth areas of data transport and internet, to provide to our
2 existing base of customers, not only in Tennessee, but throughout the Midwest.

3 **Q. What services will Broadwing offer?**

4 A. Broadwing will offer services that allow its customers to originate and terminate
5 calls to other customers served by Broadwing as well as customers served by
6 other authorized local exchange carriers. Broadwing will also provide switched
7 access services to interexchange carriers on an equal access basis that will allow
8 customers to originate and terminate intrastate and interstate calls to and from
9 customers of interexchange carriers.

10 Broadwing plans to offer local exchange services to residential and
11 business customers located in Tennessee. Exchange services will include but will
12 not be limited to the following: (i) local exchange access services to single-line
13 and multi-line customers, including basic residential and business lines; (ii) local
14 exchange usage services to customers of Broadwing's end-user access line
15 services; (iii) custom calling services such as call waiting, call forwarding, three-
16 way calling, etc.; and, (iv) switched and special carrier access services to other
17 common carriers on an equal access basis. In addition, Broadwing will, through
18 interconnection arrangements, offer 911 and enhanced 911 emergency services,
19 directory assistance and operator assisted calling, dual party relay services and
20 other miscellaneous services currently provided by existing local exchange
21 carriers. Broadwing also plans to offer data services and bundled communication
22 packages to residential and small business customers.

23 **Q. Will Broadwing offer service to all customers within its service area?**

1 A. Yes. However, Broadwing's principal market focus is small and medium sized
2 business customers and residential customers. Broadwing augments its high
3 quality services with network features and enhanced calling services to create
4 customized packages of communication services for its customers. Included in
5 this marketing strategy are new data communication services for business
6 customers, including high-speed dedicated and dial-up internet access services
7 and other high-speed data transport that would utilize frame relay technology.

8 **Q. Does Broadwing plan to offer local exchange telecommunication services in**
9 **areas served by any incumbent local exchange company with fewer than**
10 **100,000 access lines?**

11 A. Generally, not at this time. While Broadwing seeks authority to provide
12 competitive facilities and resale services throughout the state of Tennessee, our
13 primary market focus initially will be the five largest MSAs within the BellSouth
14 serving area. Those MSAs include Memphis, Nashville, Knoxville, Johnson City
15 and Chattanooga.

16 **Q. Will granting of a certificate of convenience and necessity to Broadwing**
17 **serve the public interest?**

18 A. Yes. The provision of intrastate local exchange telephone service by Broadwing
19 will serve the public interest because it will enhance competition for such services
20 in the state of Tennessee. The introduction of an additional well-managed and
21 financially-qualified carrier in the state's local exchange market will lead to
22 greater efficiencies and to more rapid deployment of new services and
23 technologies. In addition, customers of telephone service in Tennessee will

1 benefit from the expansion of the marketplace and the introduction of additional
2 choice.

3 **Q. Does Broadwing intend to comply with all TRA rules, statues and orders**
4 **pertaining to the provision of telecommunication services in Tennessee,**
5 **including those for disconnection and reconnection of service?**

6 A. Yes it does. I have reviewed Chapter 1220-4-2 and can affirmatively state that
7 Broadwing intends to comply with the provision of telecommunication services in
8 Tennessee.

9 **Q. Has any state ever denied Broadwing or one of its affiliates authorization to**
10 **provide intrastate service?**

11 A. No.

12 **Q. Has any state ever revoked the certification of Broadwing or one of its**
13 **affiliates?**

14 A. No.

15 **Q. Has Broadwing or one of its affiliates ever been investigated or sanctioned by**
16 **any regulatory authority for service or billing irregularities?**

17 A. No. To my knowledge, Broadwing has not been the subject of a complaint or
18 investigation for unauthorized switching of a customer's local or long distance
19 service from one carrier to another.

20 **Q. Who is knowledgeable about Broadwing's operations and will serve as**
21 **Broadwing's regulatory and customer service contact?**

22 A. I am knowledgeable about Broadwing's operations and will serve as the
23 regulatory contact. Also, my organization will facilitate the customer complaint

I swear that the foregoing testimony is true and correct to the best of my knowledge.

Donald I. Marshall

Donald I. Marshall

Assistant Vice President Regulatory Affairs

Subscribed and sworn to me this 10th day of August, 2000.

Michael A. Detroy

Notary Public - State of Ohio

MICHAEL A. DETROY
Notary Public, State of Ohio
My Commission Expires Dec. 8, 2003

1 function. Specifically, Ms. Judy Piepmeier will serve as the customer complaint
2 contact for the TRA. In addition, Broadwing will operate a twenty-four hour per
3 day technical support services that will be available in the case of emergencies.
4 The toll free number for customer service is 1-877-999-9464.

5 **Q. Please explain in detail Broadwing's proposed procedures for responding to**
6 **information requests from the TRA and its Staff.**

7 A. If the TRA or its Staff have any inquiries concerning Broadwing's activities, the
8 first course of action would be to contact myself and I will response to the
9 concern either immediately or after I have an opportunity to review the issue with
10 the appropriate individuals at the Company. If it is a matter of providing the TRA
11 with information concerning outages or accidents, we have a procedure in place
12 where we provide a designated Staff person with the details behind a specific
13 event. For example, our experience is that we normally notify a state
14 Commission within two hours whenever five to ten percent of our customers have
15 service disrupted for a period longer than four hours. I would suggest that we
16 work with the TRA Staff and mutually agree on a similar notification procedure
17 for similar emergencies or other matters of interest to the Staff.

18 **Q. Does this conclude your pre-filed testimony?**

19 A. Yes it does.